

PX 328

Message

From: [REDACTED]@ripple.com]
Sent: 10/12/2017 9:59:23 AM
To: [REDACTED]
CC: [REDACTED]
Subject: Re: Name change docs

Hi [REDACTED]

As [REDACTED] will be using investor funds to purchase the XRP, can you please specify the due diligence conducted on your investors and their source of funds, as well as your accepted method(s) of payments (e.g. bank transfers, etc.)?

Thank you,

[REDACTED]
Director of BSA Operations | Ripple
[REDACTED]@ripple.com | ripple.com



On Mon, Oct 9, 2017 at 1:46 PM, [REDACTED]@ripple.com> wrote:
Hi Jonathan,

Thank you for your responses here. We will let you know if we have any additional questions as we finish up our review.

Sincerely,

[REDACTED]
Director of BSA Operations | Ripple
[REDACTED]@ripple.com | ripple.com



On Mon, Oct 9, 2017 at 10:44 AM, [REDACTED] wrote:

Answers inline.

From: [REDACTED]mailto:[REDACTED]@ripple.com]
Sent: Monday, October 09, 2017 1:02 PM
To: [REDACTED]
Subject: Re: Name change docs

Hi [REDACTED]

Thank you for sending these documents. After reviewing them, we do have a few follow-up questions that we would greatly appreciate your help in answering/clarifying:

1. >From the documents, it appears that [REDACTED] has changed its name to "[REDACTED]" (cert. filed with Delaware on [REDACTED] 2017) and then merged into what appears to be another [REDACTED] entity called [REDACTED] (cert. filed with Delaware on [REDACTED] 2017). Is this correct? Yes
2. Can you please confirm that [REDACTED] intends to step into the shoes (i.e. is the successor) of [REDACTED] as the customer of XRP II, LLC? Yes
 - o If confirmed:
 - Per section 6(b) of the letter agreement (the "Agreement"), the Agreement is binding upon [REDACTED]. Can you please confirm that you have taken all necessary corporate action to effect this? Confirmed.
 - It appears from the Management Agreement that [REDACTED] has signing authority. Please confirm. Confirmed.
 - Please note that per Section 2(e) of Exhibit A, [REDACTED] as Customer, "shall comply with all applicable laws, rules, and regulations, including, but not limited to, laws related to its activities and to its resale or distribution of Purchased XRP, if any." Noted.
3. Please provide an updated organization chart reflecting [REDACTED]'s corporate ownership structure. Attached.
4. Please confirm that [REDACTED] remains the sole individual with 25%+ beneficial ownership of [REDACTED]. Confirmed.
5. Please confirm that all other information provided on the initial XRP II KYC onboarding form submitted by [REDACTED] remains accurate for [REDACTED]. Confirmed.
6. Please provide [REDACTED]'s nationality, date of birth, SSN/government-issued tax ID number, and home address. [REDACTED] was an officer of the entity pre-merger, but if you look at the LLC agreement that was put in place post-merger, no officers are designated in the post-merger operating agreement.
7. Please confirm the year of incorporation of [REDACTED] [REDACTED] 2012

We thank you in advance for your assistance on this matter.

Sincerely,

[REDACTED]
Director of BSA Operations | Ripple

[REDACTED]@ripple.com | ripple.com



On Fri, Oct 6, 2017 at 9:41 AM, [REDACTED] wrote:

Hi [REDACTED]

As discussed, earlier this week [REDACTED] has merged [REDACTED] into another entity, [REDACTED] for the sole purpose of effecting a name change.

I have attached the relevant documentation for you, described below:

- Name change amendments, changing [REDACTED] to [REDACTED] and changing [REDACTED] to [REDACTED]
- File-stamped certificate of merger merging the newly named [REDACTED] into the newly named [REDACTED]
- Original certificate of formation for [REDACTED] (now [REDACTED])
- LLC Agreement for [REDACTED]
- Management Agreement showing the authority of [REDACTED] to act on behalf of [REDACTED]

Please reach out to me if you have any further questions.

[REDACTED]

